

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION

In re	)	Chapter 11 Case
MIRANT CORPORATION, <u>et al.</u> ,	)	Case No. 03-46590(DML)11
Debtors.	)	Jointly Administered
	)	
	)	

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[(Creditor Name) (unique I.D. #)]  
[Creditor Address]

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**PROVISIONAL BALLOT FOR ACCEPTING OR REJECTING THE SECOND  
AMENDED JOINT CHAPTER 11 PLAN OF REORGANIZATION FOR MIRANT  
CORPORATION AND ITS AFFILIATED DEBTORS DATED SEPTEMBER 22, 2005**

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This is a provisional Ballot ("Provisional Ballot") that has been sent to you because you have filed a motion requesting the United States Bankruptcy Court for the Northern District of Texas, Fort Worth Division (the "Bankruptcy Court") to temporarily allow your claim for voting purposes. Receipt of this Provisional Ballot does not mean that your claim has been allowed for voting purposes. Rather, the amount and classification of your claim (if any) shall be determined by order of the Bankruptcy Court on or before November 10, 2005, or such later date the Bankruptcy Court may establish. The Debtors have provided you with this Provisional Ballot to provide you with sufficient time to review the Plan, Disclosure Statement and related materials so that you may determine how to vote on the Plan if your claim is ultimately allowed for voting purposes. Please review the attached voting instructions, complete this Provisional Ballot as directed and return it to the Solicitation and Tabulation Agent as indicated on this Provisional Ballot, in the envelope provided herein by no later than November 10, 2005 at 4:00 p.m. (Prevailing Central Time) (the "Voting Deadline"). If the Bankruptcy Court ultimately allows your claim for voting purposes, then your vote will be counted if and only if the Solicitation and Tabulation Agent actually receives a fully executed copy of this Provisional Ballot by the Voting Deadline. If you have any questions about this Provisional Ballot, please contact the Solicitation and Tabulation Agent.

PLEASE READ THIS ENTIRE BALLOT BEFORE COMPLETING. PLEASE COMPLETE, DATE AND SIGN THIS BALLOT AND RETURN IT IN THE ENCLOSED PREADDRESSED, POSTAGE PREPAID ENVELOPE. THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE SOLICITATION AND TABULATION AGENT ON OR BEFORE NOVEMBER 10, 2005 AT 4:00 P.M., PREVAILING CENTRAL TIME.

**Item 1: Voting Classification and Amount.** The amount and classification of your claim (if any) for voting purposes shall be determined by order of the Bankruptcy Court on or before November 10, 2005, or such later date the Bankruptcy Court may establish.

**Item 2: Vote.** The undersigned votes all of its claims to (check one box):

☐

Accept the Plan

☐

Reject the Plan

Name of Creditor: \_\_\_\_\_  
(Print or Type)

By: \_\_\_\_\_  
(Signature of Creditor or Authorized Agent)

Print Name of Signatory \_\_\_\_\_

Title: \_\_\_\_\_  
(If Appropriate)

Street Address: \_\_\_\_\_

\_\_\_\_\_  
(City, State and Zip Code)

Telephone Number: (\_\_\_\_) \_\_\_\_\_

\_\_\_\_\_  
(Social Security or Federal Tax I D. No.)

Date Completed: \_\_\_\_\_

### PLEASE READ THE FOLLOWING BEFORE COMPLETING YOUR BALLOT

This Provisional Ballot is submitted to you to solicit your vote to accept the Second Amended Joint Chapter 11 Plan of Reorganization (the "Plan") of Mirant Corporation and its Affiliated Debtors (collectively, the "Debtors"), which is described in the disclosure statement in support of the Plan dated September 22, 2005 (the "Disclosure Statement"). A copy of the Plan is attached as Exhibit "A" to the Disclosure Statement. The United States Bankruptcy Court for the Northern District of Texas, Fort Worth Division (the "Bankruptcy Court") approved the Disclosure Statement on \_\_\_\_\_, 2005. The Disclosure Statement provides information to assist you in deciding whether to accept or reject the Plan. A copy of the Disclosure Statement is contained in the CD-ROM accompanying this Ballot. If you did not receive a CD-ROM containing the Plan and Disclosure Statement, you may obtain the CD-ROM by contacting Bankruptcy Services, LLC, the Debtors' Solicitation and Tabulation Agent, at 1-866-316-7766. Additionally, the Plan and Disclosure Statement are available at <http://www.txnb.uscourts.gov> and <http://www.mirant-caseinfo.com>.

Please complete, sign and date this Provisional Ballot and return it to the Debtors' Solicitation and Tabulation Agent at P.O. Box 5014, F.D.R. Station, New York, NY 10150-5014, Attn: Mirant Ballot Tabulation, in the enclosed preaddressed, postage prepaid envelope. **If your Ballot is not ACTUALLY RECEIVED by 4:00 p.m., Prevailing Central Time, on November 10, 2005, it will not be counted. The Solicitation and Tabulation Agent will not accept Ballots by facsimile transmission.**

On \_\_\_\_\_, 2005, the Bankruptcy Court also approved certain procedures (the "Voting Procedures") for the solicitation and tabulation of votes to accept or reject the Plan. The Voting Procedures are set forth in the Voting Instructions that accompany this Ballot.

**By signing this Provisional Ballot, you make the following certifications:**

- "I have received a CD-ROM or have otherwise received or obtained a copy of the Disclosure Statement and the exhibits thereto, including the Plan."
- "I understand that, if this Ballot is validly executed and returned without checking a box to ACCEPT or REJECT, this Ballot will not be counted."
- "I have the full power and authority to vote to accept or reject the Plan on behalf of the claimant listed herein."

The Plan can be confirmed by the Bankruptcy Court and thereby made binding on you if it is accepted by the holders of at least two-thirds in amount and more than one-half in number of the allowed claims in each class voting on the Plan. In the event the requisite acceptances are not obtained, the Bankruptcy Court may nevertheless confirm the Plan if the Bankruptcy Court finds that the Plan provides fair and equitable treatment to, and does not discriminate unfairly against, the class or classes rejecting it and otherwise satisfies the requirements of section 1129 of the Bankruptcy Code. **To have your vote count you must complete and return this Ballot by 4:00 p.m., Prevailing Central Time, so that it is actually received by the Solicitation and Tabulation Agent on or before November 10, 2005. Unsigned Ballots will not be counted.**

This Provisional Ballot is for voting purposes only and does not constitute and shall not be deemed a proof of claim or interest or an admission by the Debtors of the validity of a claim or interest.

**IF YOU HAVE ANY QUESTIONS CONCERNING THE DISCLOSURE STATEMENT, THE PLAN, THIS PROVISIONAL BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A PROVISIONAL BALLOT OR ADDITIONAL COPIES OF ANY ENCLOSED MATERIALS, PLEASE CONTACT [THE SOLICITATION AND TABULATION AGENT AT THE APPLICABLE PHONE NUMBER]. THE SOLICITATION AND TABULATION AGENT WILL NOT ACCEPT BALLOTS BY FACSIMILE, TELECOPY TRANSMISSION OR ELECTRONIC MAIL.**